

BOROUGH OF MERCHANTVILLE, NEW JERSEY

R15-63

**RESOLUTION OF THE BOROUGH COUNCIL OF THE
BOROUGH OF MERCHANTVILLE, COUNTY OF CAMDEN,
NEW JERSEY CONFIRMING THE DETAILS OF THE SALE
OF THE BOROUGH'S GENERAL OBLIGATION BONDS,
SERIES 2015A, AND GENERAL OBLIGATION BONDS,
SERIES 2015B, TO THE NEW JERSEY
ENVIRONMENTAL INFRASTRUCTURE TRUST AND THE
STATE OF NEW JERSEY, ACTING BY AND THROUGH
THE NEW JERSEY DEPARTMENT OF ENVIRONMENTAL
PROTECTION PURSUANT TO THE 2015 NEW JERSEY
ENVIRONMENTAL INFRASTRUCTURE TRUST
FINANCING PROGRAM**

BACKGROUND

WHEREAS, the Borough of Merchantville, County of Camden, New Jersey ("Borough") has determined there exists a need within the Borough for Various Improvements to the Borough's Sanitary Sewer System originally financed through Bond Ordinance 08-12 including, but not limited to, the Rehabilitation, Reconstruction and/or Replacement of Sewerage Conveyance Lines and Manholes throughout the Borough ("2015 Project") as described in that certain Loan Agreement ("Trust Loan Agreement") to be entered into between the Borough and the New Jersey Environmental Infrastructure Trust ("Trust") and that certain Loan Agreement ("Fund Loan Agreement"; together with the Trust Loan Agreement, the "Loan Agreements") to be entered into between the Borough and the State of New Jersey, acting by and through the New Jersey Department of Environmental Protection ("State"), all pursuant to the 2015 New Jersey Environmental Infrastructure Trust Financing Program; and

WHEREAS, the Borough has determined to finance the acquisition, construction, renovation and installation of the 2015 Project with the proceeds of a loan to be made by each of the Trust ("Trust Loan") and the State ("Fund Loan"; together with the Trust

Loan, the "Loans") pursuant to the Trust Loan Agreement and the Fund Loan Agreement, respectively; and

WHEREAS, to evidence the Loans, each of the Trust and the State require the Borough to authorize, execute and deliver its General Obligation Bonds, Series 2015A, to the Trust ("2015A Bonds"), and its General Obligation Bonds, Series 2015B, to the State ("2015B Bonds"; together with the 2015A Bonds, the "2015 Bonds"), pursuant to the terms of applicable law and pursuant to the terms of the Loan Agreements; and

WHEREAS, pursuant to the Local Bond Law, constituting Chapter 169 of the Laws of the State of New Jersey the Borough Council of the Borough has, pursuant to Bond Ordinance No. 13-10, duly and finally adopted and published in accordance with the requirements of the Local Bond Law ("Bond Ordinance"), authorized the issuance of general obligation bonds or bond anticipation notes of the Borough to finance the costs of the 2015 Project; and

WHEREAS, pursuant to a resolution adopted by the Borough Council on December 22, 2014 ("Authorizing Resolution"), the Borough authorized and approved the issuance and sale of up to \$570,000 of the 2015 Bonds of the Borough, consisting of the Borough's 2015A Bonds, and the Borough's 2015B Bonds, to finance the costs of the 2015 Project; and

WHEREAS, *N.J.S.A.* 40A:2-27(a)(2), allows for the sale of the 2015A Bonds and the 2015B Bonds to the Trust and the State, respectively, without any public offering, and *N.J.S.A.* 58:11B-9(a) allows for the sale of the 2015B Bonds to the Trust, without any public offering, all under the terms and conditions set forth herein; and

WHEREAS, the Trust has sold its bonds to fund the Trust Loan, thereby enabling the Borough to confirm the exact aggregate principal amount of and debt service schedule for each series of the 2015 Bonds.

NOW, THEREFORE, BE IT RESOLVED BY THE BOROUGH COUNCIL OF THE BOROUGH OF MERCHANTVILLE, COUNTY OF CAMDEN, NEW JERSEY, PURSUANT TO THE LOCAL BOND LAW (NOT LESS THAN TWO-THIRDS OF ALL THE MEMBERS THEREOF AFFIRMATIVELY CONCURRING), AS FOLLOWS:

Section 1. The sale of the 2015A Bonds to the Trust and the 2015B Bonds to the State is hereby authorized, approved, ratified and confirmed. The 2015A Bonds shall be released from escrow in accordance with the terms of the escrow agreement between the Trust, the State, the escrow agent and the Borough ("Escrow Agreement") and thereby issued in accordance with the principal amount, interest rates and maturity schedule set forth on Schedule "A" attached hereto and made a part hereof. The 2015B Bonds shall be released from escrow in accordance with the terms of the Escrow Agreement and thereby issued in accordance with the principal amount and maturity schedule set forth on Schedule "B" attached hereto and made a part hereof.

Section 2. All actions heretofore taken and documents prepared or executed by or on behalf of the Borough by the Mayor, Chief Financial Officer, Borough Clerk, other Borough officials or by the Borough's professional advisors, in connection with the issuance and sale of the 2015 Bonds or the 2015 Project are hereby ratified, confirmed, approved and adopted.

Section 3. The Mayor, Chief Financial Officer or Borough Clerk are each hereby authorized to determine all matters and execute all documents and instruments in connection with the 2015 Bonds or the 2015 Project not determined or otherwise directed

to be executed by the Local Bond Law, the Bond Ordinance, or by this or any subsequent resolution, and the signature of the Mayor, Chief Financial Officer or Borough Clerk on such documents or instruments shall be conclusive as to such determinations.

Section 4. All resolutions, or parts thereof, inconsistent herewith or with the Authorizing Resolution, are hereby rescinded and repealed to the extent of any such inconsistency.

Section 5. This resolution shall take effect immediately upon adoption this 18th day of May, 2015.

APPROVED:

ATTEST:

Edward F. Brennan
MAYOR

Denise Brouse
BOROUGH CLERK

BOROUGH OF MERCHANTVILLE

I, Denise Brouse, Borough Clerk of the Borough of Merchantville, do hereby certify the foregoing resolution to be a true copy of a resolution adopted by the governing body at a meeting held on May 18, 2015. Witness my hand and seal of the Borough of Merchantville this 18th day of May, 2015.

Denise Brouse, Borough Clerk

Recorded Vote

AYE

NO

ABSTAIN

ABSENT

The foregoing is a true copy of a resolution adopted by the Borough Council on May 18, 2015.

DENISE BROUSE, Borough Clerk

[SEAL]

Schedule "A"

Description of 2015A Bonds

Schedule "B"

Description of 2015B Bonds